**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**
**According to Regulation of Department of Business Development
Re : Form of Proxy (No.5) B.E. 2550**

Duty
Stamp of
Baht 20
is
required

Written at _____
Date _____

(1)   I / We _____Nationality _____
With address at_____ Soi _____ Road _____
Sub-District _____ District _____ Province _____Postal Code _____

Acting as the custodian for _____
Being a shareholder of TTCL Public Company Limited

holding the total amount of _____ shares with the voting rights of _____ votes as follows;
Ordinary share _____ shares with the voting rights of_____votes
preferred share _____ shares with the voting rights of_____votes

(2)   Do hereby appoint either one of the following persons:
    (1) _____Age _____years
With address at_____ Soi _____ Road _____Sub-District _____
District _____ Province _____Postal Code _____

    (2) _____Age _____years
With address at_____ Soi _____ Road _____Sub-District _____
District _____ Province _____Postal Code _____

    (3) _____Age _____years
With address at_____ Soi _____ Road _____Sub-District _____
District _____ Province _____Postal Code _____

anyone of the above as my/our proxy holder to attend and vote on my behalf at the Extraordinary General Meeting of Shareholders No.1/2562, which will be held on Wednesday of May 22nd, 2019 at 14.00 hrs. at the Company's Conference Room no 2701 - 2703, 27th Floor, Sermmit Tower, No. 159/41-44, Sukhumvit 21 (Asoke) Road, Khwaeng North Klongtoey, Khet Wattana, Bangkok, or any date and at any postponement thereof.

(3)   I/ We authorize the proxy holder to attend the meeting and vote are as follows:-
   ☐Grant Proxy the total amount of shares holding and entitled to vote.

   ☐Grant partial shares of :

      ☐ Ordinary share _____shares, having voting rights equivalent to _____votes
      ☐ Preferred share _____shares, having voting rights equivalent to _____votes
       Total voting rights _____ votes

(4)   I/ We hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

      ☐ **Agenda 1: To adopt the Minutes of the Annual General Meeting of Shareholders
        No. 1/2562 held on April 10, 2019.**

         ☐ (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects
              as deemed appropriate.

         ☐ (b) The Proxy holder shall be vote in accordance with my wish as follows:

                ☐ Approve   ☐ Disapprove   ☐ Abstain

☐ **Agenda 2:** **To consider and approve the disposal of investment in TTCL Gas Power Pte. Ltd., constituting the disposal of assets of TTCL Public Company Limited.**

    ☐ (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

    ☐ (b) The Proxy holder shall be vote in accordance with my wish as follows:

        ☐ Approve   ☐ Disapprove   ☐ Abstain

(5)   Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6)   In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agendum specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.
Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed_____Grantor
(……………………………………………………………..)

Signed_____Proxy
(……………………………………………………………..)

Signed_____Proxy
(……………………………………………………………..)

Signed_____Proxy
(……………………………………………………………..)

Remarks:

1.   This Proxy Form C. only use for Shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.

2.   Documents and evidences to be enclosed with the proxy form are:
    (1) Power of Attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.

    (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.

3.   A shareholder shall appoint only one proxy holder to attend and vote at the meeting not split shares and appoint more than one proxy holder in order to split votes.

4.   In agenda regarding the election of directors, the ballot can be either for all the directors as a whole or for an individual director.

5.   In case that there any further agenda apart from specified above brought into consideration in the Meeting, the proxy holder may use the Annex attached to Proxy Form C.

Annex attached to the Proxy Form C

The Proxy of the shareholder of TTCL Public Company Limited.

At the Extraordinary General Meeting of Shareholders No.1/2562, which will be held on Wednesday of May 22nd, 2019 at 14.00 hrs. at the Company's Conference Room no 2701 - 2703, 27th Floor, Sermmit Tower, No.159/41-44, Sukhumvit 21 (Asoke) Road, Khwaeng North Klongtoey, Khet Wattana, Bangkok, or any date and at any postponement thereof.

☐**Agenda ….: …………………………………………………………………………….**

    ☐ (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

    ☐ (b) The Proxy holder shall be vote in accordance with my wish as follows:
        ☐ Approve   ☐ Disapprove   ☐ Abstain

☐**Agenda ….: …………………………………………………………………………….**

    ☐ (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

    ☐ (b) The Proxy holder shall be vote in accordance with my wish as follows:
        ☐ Approve   ☐ Disapprove   ☐ Abstain

☐**Agenda ….: …………………………………………………………………………….**

    ☐ (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

    ☐ (b) The Proxy holder shall be vote in accordance with my wish as follows:
        ☐ Approve   ☐ Disapprove   ☐ Abstain

☐**Agenda ….: …………………………………………………………………………….**

    ☐ (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

    ☐ (b) The Proxy holder shall be vote in accordance with my wish as follows:
        ☐ Approve   ☐ Disapprove   ☐ Abstain